

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

# TORONTO STOCK EXCHANGE

FILING STATEMENT No. 759.  
FILED, JUNE 21st, 1962.

AUTOFAB LTD.

Incorporated under the laws of Canada by Letters Patent dated August 22, 1928

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous Filing Statement No. 583.

## FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

<p>1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.</p>	<p>1. Acquisition of shares of Fermac Graphic Industries Limited for treasury shares on a share-for-share basis to be effected by</p> <p>(a) firm contract with controlling shareholder of Fermac Graphic, and</p> <p>(b) share exchange offer to other shareholders of Fermac Graphic.</p> <p>2. Conditional upon completion of contract referred to in item 1(a), which will result in change of control, increase of board of directors to seven, and appointment of four new directors.</p> <p>3. Sale of block of 40,000 presently issued Class B shares.</p> <p>See Schedule A for details. (page 2)</p>
<p>2. Head office address and any other office address.</p>	<p>1117 St. Catherine St. West, Montreal 2, P. Q.</p>
<p>3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.</p>	<p>Upon completion of the material changes referred to herein, the officers and directors will be as follows:</p> <p>1. President and Director - David Feldman, 7 Forest Wood Blvd., Toronto - Executive</p> <p>2. Secretary-Treasurer and Director - Lawrence Sax, 8 Touraine Avenue, Downsview, Ontario - Barrister</p> <p>3. General Manager and Director - Andre Jaubert, 1117 St. Catherine Street, Montreal - Executive</p> <p>4. Director - Sam Starr, 650 Briar Hill Avenue, Toronto - Executive</p> <p>5. Director - E. G. Allman, R.R. #1, Claremont, Ontario - Gentleman Farmer, former trader, Toronto Stock Exchange</p> <p>6. Director - Robert E. Hopp, 352 E. 52 Street, New York City, N.Y., U.S.A. - Executive</p> <p>7. Director - Graham Gould, Q.C., 507 Place D'Armes, Montreal - Barrister.</p>
<p>4. Share capitalization showing authorized and issued and outstanding capital.</p>	<p>Authorized capital is 50,000 Class A shares and 700,000 Class B shares, of which 25,000 Class A and 125,000 Class B are issued. Upon completion of the material changes referred to herein, the number of authorized Class B shares will be increased to 1,000,000 shares.</p>
<p>5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.</p>	<p>None</p>
<p>6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.</p>	<p>None</p>
<p>7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.</p>	<p>Not applicable</p>
<p>8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.</p>	<p>None</p>
<p>9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.</p>	<p>The Company intends to continue its own manufacturing, to continue and increase the operations of Fermac Graphic, and where possible, to integrate such activities.</p>



Schedule A.

By an agreement dated June 4th, 1962, between the Company and Financial Federation of America Limited, 2 Carlton Street, Toronto, the Company has agreed upon certain conditions to purchase 116,000 free shares and 284,000 escrowed shares of Fermac Graphic Industries Limited, for 400,000 Treasury Class "B" shares, of which 284,000 shares will be placed in escrow to be released one-half on September 7th, 1962, and the balance on December 7th, 1962. The conditions to the purchase are the acceptance of this Filing Statement, the approval of the acquisition by the shareholders of Autofab, and their sanctioning by-laws to be enacted to increase the board of directors to seven and to increase the authorized Class "B" shares to 1,000,000 shares. Upon completion of the said sale, Autofab has agreed to make a share exchange offer to the holders of the remaining 303,000 issued shares of Fermac Graphic. Autofab shares exchanged for escrowed shares of Fermac Graphic will be placed in escrow on the same terms as the 284,000 shares issued to Financial Federation of America Limited.

These transactions, when completed, will result in a change of control to Financial Federation, and upon reconstitution of the board, four new directors will be elected or appointed.

Financial Federation has agreed to purchase 40,000 Class B shares from Canflor Holdings Limited for a total purchase price of \$197,000. The said transaction is conditional upon acceptance for filing of this filing statement, and the said shares are to be taken down and paid for in four instalments; the first being 6,000 shares for \$24,000. upon acceptance of this filing statement; 14,000 shares for \$63,000. on or before December 31st, 1962; 10,000 shares for \$50,000. on or before March 31st, 1963, and the last instalment of 10,000 shares for \$60,000. on or before the 30th day of June, 1963.



FINANCIAL STATEMENTS  
AUTOFAB LTD.  
(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)

BALANCE SHEET

AS AT DECEMBER 31ST, 1961

ASSETS

Current Assets	
Cash on Hand and in Bank	\$ 87,187.89
Accounts Receivable	2,699.70
Less: Allowance for Doubtful Accounts	\$ 9,822.64
Inventories of Raw Materials, Goods in Process and Finished Goods determined and valued at the lower of cost or market price.	84,488.19
	<u>203,241.00</u>
	\$ 297,551.83

Cash Surrender Value of Life Insurance Policy

11,451.00

Investments	
Subsidiary Company- Warescot Products Limited Preferred and Common Shares at Cost	60,000.00
Majority Interest	
(1) Real Estate:	
Land- State of Florida U.S.A. (46% interest)	<u>200,000.00</u>
	260,000.00

Prepaid Expenses

Rent	50,000.00
Less: Deferred Discount on Rent	<u>10,000.00</u>
Other	11,547.66

Fixed Assets - at cost

Plant and Machinery	102,965.84
Office Furniture and Fixtures	12,422.08
Leasehold Improvements	11,809.76
Automobile	1,575.00
	<u>128,772.68</u>

ASSET	ACCUM. DEPREC.
94,163.91	
4,073.80	
3,542.94	
338.92	
<u>102,119.57</u>	

(1) The total area of this land has been appraised by Mr. Gilbert M. Weede, Assistant Chief Appraiser for the Tampa, Florida Insuring Office of the Federal Housing Administration on December 14th, 1959 at a value of \$434,000.00.

Verified and Subject to our Report dated February 28th, 1962

*Review, Page 10*  
Chartered Accountants

LIABILITIES

Current Liabilities	
Accounts Payable and Accrued Liabilities	\$ 56,921.35
Wages and Deductions Payable	3,914.01
Sales Tax Payable	<u>5,301.48</u>
	\$ 66,136.84
Advances- Warescot Products Limited	25,000.00

SHAREHOLDERS' EQUITY

Capital Stock	
Authorized	
50,000 Cumulative, Preferential 60 Cent Dividend, participating Class "A" Shares without nominal or par value	
700,000 Class "B" Shares without nominal or par value (Increase of 500,000 shares during the year)	
Issued and fully paid	
25,000 Class "A" Shares	Capital Value 100,000.00
125,000 Class "B" Shares	
Notes 1) A Stock Dividend of 25,000 Class "B" shares was issued during the year in payment of arrears of dividends totalling \$3.00 per Class "A" shares	
2) a 15 cent dividend was declared on the Class "A" shares, January 25th, 1962 covering the last payment on the 1961 preferential dividend and was paid February 15th, 1962	

Earned Surplus  
As per Statement Attached - No. 3

456,066.76 556,066.76  
\$647,203.60

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS

*Robert H. B. H.* Director  
*Candy Landers* Director



AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)STATEMENT OF INCOME AND EXPENDITUREFOR THE YEAR ENDED DECEMBER 31ST, 1961(COMPARATIVE FIGURES FOR THE YEAR 1960)

	<u>1961</u>	<u>1960</u>
Income from operations before the undernoted items	\$191,711.69	\$187,499.41
Shipping, Selling, General and Administrative Expenses	231,002.37	182,945.89
Clark Street Property Net Income	39,290.68	4,553.52
	39,290.68	5,174.07
Taxes on Income	-	9,727.59
	-	2,429.15
Net Loss for the year Transferred to Statement of Earned Surplus(Net Income)	39,290.68	(7,298.44)

The following item have been deducted in arriving at net loss for the year:

Salaries and Directors' Fees to Executive Officers	16,168.31	21,733.26
Other Directors' Fees	-	50.00
Management Fees	12,500.00	-
Legal Fees	19,847.65	285.50
Depreciation	-	13,416.08
Amortization of Leasehold Improvements	1,180.98	1,180.98

## STATEMENT NO. 3

AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)STATEMENT OF EARNED SURPLUSFOR THE YEAR ENDED DECEMBER 31ST, 1961

Balance, January 1st, 1961		\$475,628.68
Add: Capital Profit on Sale of Asset		106,263.30
		581,891.98
Deduct: Cash Dividends Class "A" Shares	\$11,250.00	
Stock Dividend Class "A" Shares	75,000.00	
Additional Income Tax - 1960	284.54	
Net Loss for the Period	39,290.68	125,825.22
Balance, December 31st, 1961		\$456,066.76

## STATEMENT NO. 4

AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)STATEMENT OF CHANGES IN WORKING CAPITALFOR THE YEAR ENDED DECEMBER 31ST, 1961

	<u>BALANCE SHEET</u>		<u>WORKING CAPITAL</u>	
	<u>DECEMBER 31ST</u>		<u>INCREASE</u>	<u>DECREASE</u>
	<u>1960</u>	<u>1961</u>		
<u>Current Assets</u>				
Cash on Hand and in Bank	\$ 55,837.32	\$ 9,822.64		\$ 46,014.68
Accounts Receivable	88,324.80	84,488.19		3,836.61
Inventories	222,001.00	203,241.00		18,760.00
	366,163.12	297,551.83		
<u>Current Liabilities</u>				
Accounts Payable and Accrued Liabilities	112,818.21	56,921.35	\$55,896.86	
Dividend Payable	3,750.00	-	3,750.00	
Wages and Deductions Payable	-	3,914.01		3,914.01
Income and Sales Taxes Payable	7,248.03	5,301.48	1,946.55	
	123,816.24	66,136.84		
<u>Working Capital</u>	<u>242,346.88</u>	<u>231,414.99</u>		
<u>Decrease in Working Capital</u>			10,931.89	
			72,525.30	72,525.30

STATEMENT OF SOURCE AND APPLICATION OF FUNDSSources:

Sale of Fixed Assets	2,945.45
Loan from Warescot Products Limited	25,000.00
Decrease in Prepaid Expenses	13,946.71
Decrease in Working Capital	10,931.89
	52,824.05

Applied to:

Net Loss for the Year	39,290.68
Less: Charge not requiring funds- Amortization of Leasehold Improvements	1,180.98
Dividend on class "A" Shares	38,109.70
Purchase of Fixed Assets	11,250.00
Increase in Cash Surrender Value of Life Insurance	2,288.81
Additional Income Tax - 1960	891.00
	284.54
	\$52,824.05



AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)MANUFACTURING STATEMENTFROM JANUARY 1ST, 1962 TO MAY 31ST, 1962

Inventory of Work in Process January 1st, 1962 \$ 6,621.00

Direct Materials

Inventory of Raw Materials, January 1st, 1962	\$118,405.00	
Purchases including Freight, Duty etc.	<u>219,786.51</u>	
	338,191.51	
Inventory of Raw Materials, May 31st, 1962	<u>137,716.00</u>	200,475.51

Direct Labour

37,340.37

Factory Overhead

Factory Office Salaries	6,020.00	
Unemployment Insurance	712.11	
Workmen's Compensation Insurance	167.66	
Minimum Wage Commission	63.79	
Insurance	631.25	
Rent	8,333.30	
Repairs and Maintenance- Machinery	527.15	
Printing and Stationery	815.62	
General Expenses	<u>683.22</u>	17,954.10
		<u>262,390.98</u>

Inventory of Work in Process, May 31st, 1962 20,791.00

Cost of Goods Manufactured\$241,599.98STATEMENT NO. 3AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)TRADING STATEMENTFROM JANUARY 1ST, 1962 TO MAY 31ST, 1962

Sales \$306,069.47

Cost of Goods Sold

Inventory of Finished Goods, January 1st, 1962	\$78,215.00	
Cost of Goods Manufactured (Statement No. 2)	<u>241,599.98</u>	
	319,814.98	
Inventory of Finished Goods, May 31st, 1962	<u>94,752.00</u>	225,062.98
		<u>81,006.49</u>

Shipping Expenses

Warehouse Expenses	5,026.56	
Outward Freight	2,048.80	
Shipping Wages	<u>3,492.89</u>	10,568.25

Gross Trading Profit\$ 70,438.24



AUTOFAB LTD.  
(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY, LIMITED)  
BALANCE SHEET  
AS AT MAY 31ST, 1962

ASSETS		LIABILITIES	
<u>Current Assets</u>		<u>Current Liabilities</u>	
Cash on Hand and in Banks	\$ 2,149.59	Bank Overdraft	\$ 53,360.56
Accounts Receivable	\$129,107.45	Accounts Payable and Accrued Liabilities	97,970.69
Clients	6,947.68	Wages and Deductions Payable	9,039.38
Others	\$136,055.13	Sales Tax Payable	9,914.01
Less: Allowance for Doubtful Accounts	2,287.09		\$170,284.64
	133,768.04		
<u>Inventories (determined and valued at the lower of cost or market price)</u>		<u>Advances - Warescot Products Limited</u>	
Raw Materials	137,716.00		21,042.47
Work in Process	20,791.00		
Finished Goods	94,752.00		
Prepaid Expenses	253,259.00		
Cash Surrender Value on Life Insurance Policy	13,844.63		
	11,451.00		
	\$414,472.26		
<u>Investments</u>		<u>SHAREHOLDERS' EQUITY</u>	
Subsidiary Company - Warescot Products Limited		<u>Capital Stock</u>	
Preferred and Common Shares-at cost		Authorized	
Majority Interest		50,000 Cumulative, Preferential	
(1) Real Estate:		60 Cent Dividend, Participating Class "A"	
Land- State of Florida U.S.A. (46% interest)	60,000.00	Shares without nominal or par value	
		700,000 Class "B" Shares without nominal or par value	
	200,000.00	Issued and Fully Paid	
	260,000.00	25,000 Class "A" Shares	100,000.00
		125,000 Class "B" Shares	
<u>Other Asset</u>		<u>Earned Surplus</u>	
Prepaid Rent	39,583.35	As per Statement Attached (No. 5)	441,920.76
Less: Deferred Discount on Rent	7,916.65		541,920.76
	31,666.70		
<u>Fixed Assets - at Cost</u>			
Plant and Machinery	ASSET		
Office Furniture and Fixtures	102,965.84	ACQU. DEPREC.	
Leasehold Improvements	12,877.88	94,163.91	
Automobile	11,809.76	4,073.80	
	1,575.00	3,542.94	
	129,228.48	338.92	
	102,119.57		
	27,108.91		
	\$733,247.87		

(1) The total area of this land has been appraised by Mr. Gilbert W. Weede, Assistant Chief Appraiser for the Tampa, Florida Insuring Office of the Federal Housing Administration on December 14th, 1959 at a value of \$434,000.00.

Verified and Subject to our Report to the Directors dated June 11th, 1962

*Radwan Ragues* *Director*

*Leahy Jambert* *Director*

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS

\$733,247.87



AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)STATEMENT OF PROFIT AND LOSSFROM JANUARY 1ST, 1962 TO MAY 31ST, 1962

Gross Trading Profit (Statement No. 3)	\$70,438.24
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<u>Selling Expenses</u>	(Schedule A)	\$40,477.03
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<u>General and Administrative Expenses</u>	(Schedule A)	<u>36,607.21</u>	77,084.24
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<u>Net Loss from Operations</u>		<u>\$ 6,646.00</u>
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STATEMENT NO. 5

AUTOFAB LTD.(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)STATEMENT OF EARNED SURPLUSFROM JANUARY 1ST, 1962 TO MAY 31ST, 1962

Balance, January 1st, 1962	\$456,066.76
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Deduct: Net Loss for the Period (Statement No.4)	\$6,646.00
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Cash Dividends Class "A" Shares	<u>7,500.00</u>	14,146.00
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<u>Balance, May 31st, 1962</u>	<u>\$441,920.76</u>
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AUTOFAB LTD.

(FORMERLY KNOWN AS AUTO FABRIC PRODUCTS COMPANY LIMITED)

SELLING GENERAL AND ADMINISTRATIVE EXPENSESFROM JANUARY 1ST, 1962 TO MAY 31ST, 1962Selling Expenses

Advertising and Sales Promotions	\$ 6,667.25
Automobile Expenses	118.70
Travelling Expenses	10,301.21
Salaries - Salesmen	8,200.80
Commissions - Salesmen	7,091.82
Salaries - Sales Office	6,998.00
General Selling Expenses	1,099.25
<u>TOTAL</u>	<u>40,477.03</u>

General and Administrative Expenses

Salaries and Directors' fees paid to Executive Officers	4,166.65
Management fees	5,200.00
Office Salaries	7,968.84
Bank Charges and Interest	1,017.94
Stationery and Office Supplies	3,584.38
Postage	5,402.76
Repairs and Maintenance- Office Equipment	218.52
Telephone and Telegrams	1,785.14
Insurance - General	416.70
Insurance - Life	493.63
Audit and Legal	2,920.85
Taxes	511.24
Group Insurance	464.87
Rent - Office	1,400.00
Subscriptions	215.71
General Expenses	839.98
<u>TOTAL</u>	<u>\$ 36,607.21</u>

AUTOFAB LTD.

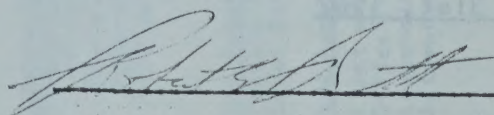
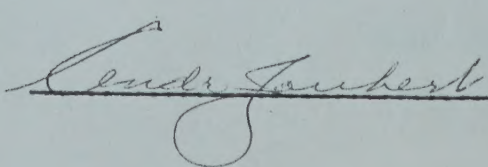
The undersigned, being two Directors of AUTOFAB LTD.,

hereby certify that there are no material changes in

the items shown in the Financial Statements as at May

31, 1962 since the date thereof.

MONTREAL, P.Q. JUNE 12th. 1962.



FERRIAC GRAPHIC INDUSTRIES LIMITED

BALANCE SHEET AS AT MAY 31st, 1962

(Prepared from the books of account and records of the Company without independent verification)

[illegible]

Approved on behalf of the Board.

~~Wesley B. DeForest Director~~

The notes to the financial statement are an integral part of the above statement.



FERMAC GRAPHIC INDUSTRIES LIMITED

NOTES TO FINANCIAL STATEMENT AS AT MAY 31st, 1962

1. Depreciation on machinery, equipment and furniture has been provided on the straight line basis of 10% per annum. Leasehold improvements are being written off over the term of the lease. Depreciation on automobile has been provided on the reducing balance method at 30% per annum.
2. The following are investments made in subsidiary companies. Since the activities of these subsidiaries are in their preliminary stages of development, it is the opinion of the board of directors that a consolidated balance sheet is not required since all expenditures incurred by these companies have been deferred against future income.

Fermac Film Productions Limited was incorporated on December 20th, 1961 and is a wholly owned subsidiary of Fermac Graphic Industries Limited, which to date, has expended for shares and advances the amount of \$39,510.43. Fermac Film Productions Limited is in the process of producing films for theatrical and television purposes.

Product Investors Corporation Limited is controlled (63%) by Fermac Graphic Industries Limited, which to date, has expended for shares and advances the amount of \$52,589.64. Product Investors Corporation Limited was incorporated on March 13th, 1962 and the firm provides integrated consultant services in the areas of market research, product engineering, design and packaging.

Fermac Audio Corporation Limited was incorporated on January 11th, 1962 and is a wholly owned subsidiary of Fermac Graphic Industries Limited, which to date, has expended for shares and advances the amount of \$23,210.38. Fermac Audio Corporation Limited is in the process of producing recordings of the classics and the publishing of travel guide books in conjunction with Pan-American World Airways.

Fermac Industrial Films Limited was incorporated on January 9th, 1962 and is controlled (60%) by Fermac Graphic Industries Limited, which to date, has expended for shares and advances the amount of \$2,632.73. Fermac Industrial Films Limited is producing films for industry and institutions under contract.

Ferma (Commonwealth) Limited was incorporated on December 28th, 1961 and is a wholly owned subsidiary of Fermac Graphic Industries Limited, which to date, has expended for shares and advances the amount of \$10,100.00. Ferma (Commonwealth) Limited produces films for exhibition in theatres and on television. The company is completing a 30 minute film.
3. The company has granted to a full-time employee of its associated company, Fermac Industrial Films Limited, an option to purchase all or any part of ten thousand treasury shares of the company at \$4.00 per share exercisable as to two thousand shares each year, commencing with July 15th, 1962. The option is cancellable by the company upon receipt by Fermac Industrial Films Limited of notice of termination of his employment.
4. Net loss for the year has been reduced by \$4,000.00, representing a rebate claim for corporation taxes paid in prior year.



FERMAC GRAPHIC INDUSTRIES LIMITED  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED MAY 31st, 1962

Source of Funds

The issue and sale to the underwriter of 100,000 common shares without par value	\$225,000.00
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Application of Funds

Net loss for year ended May 31st, 1962	\$25,078.12	
Less - Non-cash expenses		
Depreciation on fixed assets	13,711.60	\$ 11,366.52

Additions to fixed assets		7,283.82
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Investments

Shares of subsidiary companies	\$ 226.96	
Advances to subsidiary companies	127,816.22	128,043.18

Organization expenses		7,815.42
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Security deposits		1,425.00
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Cash surrender value of life insurance policy		238.34
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<u>Total Application of Funds</u>	156,172.28
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<u>Increase in Working Capital (see below)</u>	\$ 68,827.72
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SCHEDULE OF CHANGES IN WORKING CAPITAL

AS AT MAY 31st, 1962

	May 31st, 1962	May 31st, 1961	Increase (Decrease)
<u>Current Assets</u>			
Cash on hand and in banks	\$ 36,217.87	\$ 15,434.22	\$20,783.65
Accounts receivable	113,703.22	85,365.75	28,337.47
Inventories	19,832.05	21,325.92	(1,493.87)
Work in progress	3,937.39	3,322.64	614.75
Advance to employees' pension fund	2,378.06	1,553.96	824.10
Corporation tax rebate claim	7,653.09	448.31	7,204.78
Prepaid expenses	2,084.71	1,935.00	149.71
Advances to employees	-	245.13	(245.13)
	\$185,806.39	\$129,630.93	\$56,175.46
<u>Current Liabilities</u>			
Accounts payable and accrued liabilities	\$ 27,333.11	\$ 28,978.39	\$ 1,645.28
Government taxes payable	7,341.71	4,712.30	(2,629.41)
Loans payable, directors	-	13,636.39	13,636.39
	\$ 34,674.82	\$ 47,327.08	\$12,652.26
<u>Increase in Working Capital</u>			\$68,827.72



10. Brief statement of company's chief development work during past year.	None																																	
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Financial Federation of America Limited, 2 Carleton Street, Toronto, is the owner of 400,000 shares of Fernalac Graphic. No other shareholder owns more than 5% of the issued capital, and the balance of the shares are in the hands of the public.																																	
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	No person or Company other than Financial Federation of America Limited has received or will receive any interest in the shares to be received by the vendor. The only persons having a greater than 5% interest in Financial Federation of America Limited are Lawrence Sax, 8 Touraine Avenue, Downsview, Allen Isaacs, 81 Searle Avenue, Downsview and David Feldman, 7 Forest Wood Blvd., Toronto.																																	
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None																																	
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	None																																	
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p><u>5 largest Class "A" shareholders.</u></p> <table><thead><tr><th>NAME</th><th>ADDRESS</th><th>SHAREHOLDINGS</th></tr></thead><tbody><tr><td>B. Gerald Allman (Beneficial owner)</td><td>R.R. #1, Claremont, Ontario</td><td>4,495</td></tr><tr><td>J. D. McNish, (Beneficial owner)</td><td>75 Eglinton Ave. E. Toronto, Ontario.</td><td>3,500</td></tr><tr><td>Harry Brown, (Beneficial owner)</td><td>4 Elderwood Drive, Toronto, Ontario.</td><td>2,600</td></tr><tr><td>Robertson, Malone &amp; Co. Ltd. (Beneficial owner, Harry Brown)</td><td>20 Wellington St. W., Toronto, Ontario</td><td>2,400</td></tr><tr><td>E.H. Pooler &amp; Co., Limited</td><td>302 Bay St., Toronto, Ontario</td><td>250</td></tr></tbody></table> <p><u>5 largest Class "B" shareholders.</u></p> <table><tbody><tr><td>B. Gerald Allman (Beneficial owner)</td><td>R.R. #1, Claremont, Ontario.</td><td>10,335</td></tr><tr><td>J. D. McNish, (Beneficial owner)</td><td>75 Eglinton Ave. E., Toronto, Ontario</td><td>9,476</td></tr><tr><td>Gore Co. (Beneficial owner, Canflor Holdings Ltd.)</td><td>c/o Imperial Canadian Bank of Commerce, P.O. Box 6003, Montreal, Quebec</td><td>49,068</td></tr><tr><td>Lawrence Frank Walker (Beneficial owner)</td><td>16 West Street, Chatham, Ontario</td><td>5,005</td></tr><tr><td>A.E. Osler &amp; Co. (Beneficial owner unknown)</td><td>11 Jordan Street, Toronto, Ontario</td><td>4,985.</td></tr></tbody></table>	NAME	ADDRESS	SHAREHOLDINGS	B. Gerald Allman (Beneficial owner)	R.R. #1, Claremont, Ontario	4,495	J. D. McNish, (Beneficial owner)	75 Eglinton Ave. E. Toronto, Ontario.	3,500	Harry Brown, (Beneficial owner)	4 Elderwood Drive, Toronto, Ontario.	2,600	Robertson, Malone & Co. Ltd. (Beneficial owner, Harry Brown)	20 Wellington St. W., Toronto, Ontario	2,400	E.H. Pooler & Co., Limited	302 Bay St., Toronto, Ontario	250	B. Gerald Allman (Beneficial owner)	R.R. #1, Claremont, Ontario.	10,335	J. D. McNish, (Beneficial owner)	75 Eglinton Ave. E., Toronto, Ontario	9,476	Gore Co. (Beneficial owner, Canflor Holdings Ltd.)	c/o Imperial Canadian Bank of Commerce, P.O. Box 6003, Montreal, Quebec	49,068	Lawrence Frank Walker (Beneficial owner)	16 West Street, Chatham, Ontario	5,005	A.E. Osler & Co. (Beneficial owner unknown)	11 Jordan Street, Toronto, Ontario	4,985.
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16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Canflor Holdings Ltd., Suite 2200, 506 Place d'Armes Montreal, in which Alma C. Nicklin Scarr, 15907 Gulf Blvd., St. Petersburg 8, Florida, holds more than 5%. Upon completion, Financial Federation will be able to materially affect control.																																	
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	Investment in subsidiary WARESCOTT PRODUCTS LIMITED: Cost \$60,000 - Market value \$25,000																																	
18. Brief statement of any lawsuits pending or in process against company or its properties.	None																																	
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None																																	
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	Shares of the Company are not in primary distribution, and there are no other material facts.																																	

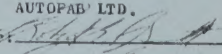
CERTIFICATE OF THE COMPANY

DATED June 4th, 1962

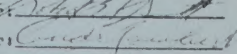
The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

AUTOPAB LTD.

"R.G. Bennett"

Per:  CORPORATE SEAL

"A. Jaubert"

Per: 

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)